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IN THE UNITED STATES DISTRICT COURT  
 FOR THE NORTHERN DISTRICT OF CALIFORNIA  
 SAN FRANCISCO AND OAKLAND DIVISION

THOMAS FERNANDEZ, LORA SMITH, and  
 TOSHA THOMAS, individually and on behalf  
 of a class of all other persons similarly situated,

Plaintiffs,

vs.

K-M INDUSTRIES HOLDING CO., INC.;  
 K-M INDUSTRIES HOLDING CO., INC.  
 ESOP PLAN COMMITTEE; WILLIAM E.  
 AND DESIREE B. MOORE REVOCABLE  
 TRUST; TRUSTEES OF THE WILLIAM E.  
 AND DESIREE B. MOORE REVOCABLE  
 TRUST; CIG ESOP PLAN COMMITTEE;  
 NORTH STAR TRUST COMPANY;  
 DESIREE B. MOORE REVOCABLE TRUST;  
 WILLIAM E. MOORE MARITAL TRUST;  
 WILLIAM E. MOORE GENERATION-  
 SKIPPING TRUST; and DESIREE MOORE,  
 BOTH IN HER INDIVIDUAL CAPACITY  
 AND AS TRUSTEE OF THE WILLIAM E.  
 AND DESIREE B. MOORE REVOCABLE  
 TRUST'S SUCCESSOR TRUSTS NAMED  
 ABOVE,

Defendants.

Case No. C-06-07339 CW

**DECLARATION OF TOSHA THOMAS  
 IN SUPPORT OF PLAINTIFFS'  
 OPPOSITION TO DEFENDANTS'  
 MOTIONS FOR SUMMARY  
 JUDGMENT**

Date: July 31, 2008  
 Time: 2:30 p.m.  
 Courtroom: 2, 4th Floor  
 Judge: Hon. Claudia Wilken

1 I, Tosha Thomas, declare as follows:

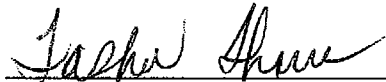
2 1. I am a Plaintiff in this action and have personal knowledge of the facts contained  
3 in this declaration and, if called to testify, will testify as set forth below.

4 2. I was not informed at any time by Kelly-Moore Paint or Kelly-Moore Industries  
5 Holding Co., Inc., that there were a large number of asbestos cases filed against the company by  
6 1998. I was not informed at any time by Kelly-Moore Paint or Kelly-Moore Industries Holding  
7 Co., Inc., whether the valuation for the 1998 ESOP transaction accounted for Kelly-Moore's  
8 asbestos liabilities.

9 3. Prior to joining this lawsuit, I did not know what steps defendant North Star had  
10 (or had not) taken to remedy the fiduciary violations alleged against Mr. Moore and the other  
11 ESOP fiduciaries.

12  
13 I declare under penalty of perjury that the foregoing is true and correct. Executed on July

14 7/9, 2008 at Palo Alto, California.



15  
16 Tosha Thomas